

WACC Nominations and Elections 2027

Contents

1. Introduction	1
2. Roles.....	1
WACC President.....	1
WACC Treasurer.....	3
WACC Board of Directors	4
3. Procedures	5
4. Timeline	8
Annex: WACC UK Articles and Bylaws (2018)	9

1. Introduction

The current Directors of WACC UK (with the exception of Juha Rajamäki, Netani Rika, and Corinne Barnes) were elected under the Articles and Byelaws (amended 2018) for a four-year term commencing 1 June 2023. New elections need to take place before 31 May 2027.

Name	Position	Region	Appointed	Term
Embert Charles	President	Caribbean	1 Jun 2019	Second
Juha Rajamäki	Treasurer	Europe	1 Jun 2023	First
Mathilde Kpalla	Vice-President	Africa	1 Jun 2019	Second
Netani Rika	Director	Pacific	1 Jun 2023	First
Vincent Rajkumar	Director	Asia	1 Jun 2019	Second
Corinne Barnes	Director	Caribbean	1 Jun 2023	First
Alba Sabaté Gauxachs	Director	Europe	1 Jun 2019	Second
David Morales Alba	Director	Latin America	1 Jun 2019	Second
Rania Rashad William	Vice-President	Middle East	1 Jun 2019	Second
Gregg Brekke	Director	North America	1 Jun 2019	Second
James McDonnell – Director resident in England or Wales	Director	United Kingdom	1 June 2019	Second

2. Roles

WACC President

Role Profile

The WACC President is elected from among the members of WACC in accordance with the UK Articles to be President of both the Association and of the Board of Directors.

The President represents WACC and conducts the business of the association as defined in WACC's UK and Canada articles and byelaws.

The President represents WACC in person and commits to promoting worldwide the vision, mission, and integrity effective of WACC, including in fundraising efforts.

Specifically:

The President of the Board of Directors provides leadership to WACC, to the Board and to the Officers of WACC.

The President shall preside as chairperson at every General Meeting of the Association.

The President on behalf of the Board of Directors supports and supervises the general secretary.

The President chairs the meetings of the Board of Directors and is responsible for the good functioning of the Board including ensuring that it meets its legal responsibilities.

The President chairs the meetings of the Officers (President, Vice-Presidents, Treasurer, and General Secretary). The Officers, among other duties that may be assigned by the Board, are responsible for:

- * Approving the Agenda for meetings of the Board
- * Acting on behalf of the Association in matters considered by the President and General Secretary to be urgent and requiring immediate attention
- * With the exception of the General Secretary, serving as the personnel committee of the Association
- * The President is responsible for reporting to the Board from the Officers

Time commitment:

The position is a four-year term beginning 1 June 2027 and ending 31 May 2031.

The Board meets quarterly online with two face-to-face meetings within the four-year term (finances allowing). The first in-person meeting of the new Board will be held within six months of June 2027.

The Officers will also meet online as necessary.

Discussion and voting may take place online, and/or by email.

Active participation by Board members, and acceptance of the role and responsibilities of directors under charity legislation in the UK and Canada, are essential for the effective governance of the association.

Requirements

- * Must be a current member (personal or representative of an institutional member)
- * Must be knowledgeable about WACC with demonstrated commitment to its vision and mission.
- * Experience in WACC-related efforts outside of a single region is an asset.
- * Must be willing and able to travel.
- * Must be able to function effectively in English, with Spanish or French an asset.

WACC Treasurer

Role Profile

The WACC Treasurer is elected by the WACC Board of Directors from among the members of WACC in accordance with the UK Articles.

The Treasurer oversees the financial affairs of the organization.

Specifically:

The Treasurer works closely with WACC's management to provide general financial oversight, including ensuring proper accounting, funding, financial planning and budgeting, investment policies, and financial reporting.

The Treasurer is responsible for ensuring that WACC has efficient and effective financial controls in place and meets its legal obligations in matters of finance.

The Treasurer in collaboration with the General Secretary liaises with finance staff and with WACC's independent auditors.

The Treasurer reports on financial matters to the members.

The Treasurer is the information point for the Officers and the Board to report on the financial position of the association, clarify financial implications of proposals, explain legal requirements and ensure relevant documentation is available.

As one of the officers of the Association, the Treasurer participates in the duties assigned to the Officers. The Officers, among other duties that may be assigned by the Board, are responsible for:

- * Approving the Agenda for meetings of the Board
- * Acting on behalf of the Association in matters considered by the President and General Secretary to be urgent and requiring immediate attention
- * With the exception of the General Secretary, serving as the personnel committee of the Association

The Treasurer may represent WACC in person and in correspondence, and commits to promoting worldwide the vision, mission, and effective functioning of WACC, including but not limited to fundraising efforts.

Time commitment:

The position is a four-year term beginning 1 June 2027 and ending 31 May 2031.

The Board meets quarterly online with two face-to-face meetings within the four-year term (finances allowing). The first in-person meeting of the new Board will be held within six months of June 2027.

The Officers will also meet online as necessary.

Discussion and voting may take place online, and/or by email.

Active participation by Board members and accepting the role and responsibilities of directors under charity legislation in the UK and Canada, are essential for the effective governance of the association.

Requirements

- * Must be a current member (personal or representative of a Corporate member)
- * Must be knowledgeable about WACC with demonstrated commitment to its vision and mission.
- * Must be knowledgeable of financial management, with good financial analysis skills an asset.
- * Committed to understanding legal requirements and following best practice in both financial management and fundraising.
- * Experience in WACC-related efforts outside of a single region is an asset.
- * Must be willing and able to travel.
- * Must be reasonably fluent in English, with Spanish or French an asset.

[WACC Board of Directors](#)

Role Profile

The Board of Directors oversees and is responsible for the affairs of WACC, under the charity legislation in the UK and Canada and in line with WACC UK and WACC Canada's governing documents.

Specifically:

The Board of Directors serve on behalf of the association's members to oversee the management and programme of the association and provide guidance and take decisions for the effective and sustainable function of the association.

The Board ensures that WACC meets its legal requirements according to UK and Canada charity legislation and its own governing documents.

Among the duties of the Board, the directors:

- * Elect a Treasurer from the candidates presented by the Nominations Committee as established in the Byelaws
- * Elect from among its members two Vice-presidents to serve as Officers with the President and the Treasurer
- * Have the power to appoint up to two Directors in addition to those nominated by the Regions to provide necessary expertise.
- * Appoint, as necessary, a director resident in England and Wales, and a director resident in the USA and Canada [for the WACC Canada Board].
- * Approve the list of candidates for the next Board of Directors through the nominations procedures provided in the Byelaws.
- * Appoint the General Secretary as chief administrative employee of the association.

Directors may be requested to represent WACC in person and in correspondence, and they commit to promoting worldwide the vision, mission, and effective functioning of WACC, including in fundraising efforts.

Time commitment:

The position is a four-year term beginning 1 June 2027 and ending 31 May 2031.

The Board meets quarterly online with two face-to-face meetings within the four-year term (finances allowing). The first in-person meeting of the new Board will be held within six months of June 2027.

Discussion and voting may take place online, and/or by email.

Active participation by Board members, and acceptance of the role and responsibilities of directors under charity legislation in the UK and Canada, are essential for the effective governance of the association.

Requirements

In addition to the time commitment:

- * Must be a current member (personal or representative of a Corporate member)
- * Committed to promoting WACC's vision and mission
- * Must be willing and able to travel.
- * Must be reasonably fluent in English, with Spanish or French an asset.

3. Procedures

The following procedures were previously established by the Board in line with the Byelaws:

Appointment of the Nominations Committee

1. The Board of Directors will appoint a Nominations Committee consisting of a minimum of 3 and a maximum of 5 persons to oversee the nominations and elections process.

2. The membership of the nominations committee shall aim for gender balance in that no more than 2 (in the case of 3 members) or 3 (in the case of 5 members) shall be of the same sex. At least one member of the committee shall be a resident of a Region other than North America or Europe.

3. Members of the nominations committee are not eligible to be nominated, elected, or appointed to any of the positions the committee is charged with filling, and they declare that they will use their independent judgment and shall recuse themselves from the nominating committee in the event of a conflict of interest.

4. The Board of Directors will appoint the nominations committee at least 6 months prior to the end of the current terms of office of the Directors as defined in the Articles of Association. A Nominations Committee may also be appointed in the case of a vacancy in the office of President when the remaining term of the President is over 18 months.

Nomination and election process for the President

5. At least four months prior to the end of the current term of office of the President as defined in the Articles of Association, the Nominations Committee appointed by the Board of Directors shall notify the Members of the Association of the vacancy of President, with the applicable role profile and nomination forms.

6. Nomination forms shall be in such format as the Nominations Committee may decide.

7. Candidates must be either Personal Members or representing Corporate Members of the Association. Candidates must be endorsed by the executive committee of at least one regional association.

8. Each candidate shall be asked to provide a CV together with a statement of how he or she fits the role profile and is otherwise suitable for election.

9. All nomination forms, CVs and supporting statements must be returned to the Chair of the Nominations Committee in the form directed by the Nominations Committee at least three months prior to the end of the current term of office of the President as defined in the Articles of Association.

10. The Nominations Committee shall prepare a ballot of all eligible candidates and present the ballot to the members for a vote before the end of the current term of office of the President.

11. Only Corporate Members are entitled to vote. Voting can be conducted in writing or by electronic means over a specified period of time.

12. The President is elected by a simple majority of the eligible votes cast.

Nomination and appointment process for the Treasurer

13. At least four months prior to the end of the current term of office of the Treasurer as defined in the Articles of Association, the Nominations Committee appointed by the Board of Directors

shall notify the Members of the Association of the vacancy of Treasurer, with the applicable role profile and nomination forms.

14. Nomination forms shall be in such form as the Nominations Committee may decide.

15. Each candidate shall be asked to provide a CV together with a statement of how he or she fits the role profile provided by the Directors and is otherwise suitable for appointment.

16. All nomination forms, CVs and supporting statements must be returned to the Company Secretary in the form directed by the Nominations Committee at least three months prior to the end of the current term of office of the President as defined in the Articles of Association.

17. The Nominations Committee shall review all nominations and present two candidates to the Board of Directors.

18. The Board of Directors, by a simple majority, may appoint one candidate as Treasurer.

19. In case the Board of Directors reject both candidates, notice shall be given to the Nominations Committee including the reasons for the rejection. The Nominations Committee shall suggest an alternative candidate within 14 days of receiving the notice of rejection.

Nomination and election process for the Board of Directors

20. At least four months prior to the end of the current terms of office of the Directors as defined in the Articles of Association, the Nominations Committee appointed by the Board of Directors shall notify the Regional Associations of the opening of vacancies on the Board of Directors for nominated Directors, with the applicable role profiles.

21. Each Regional Association should nominate two current members in good standing as potential directors, one woman and one man.

22. Nomination forms shall be in such form as the Nominations Committee may decide.

23. Each candidate shall be asked to provide a CV together with a statement of how he or she fits the role profile provided by the Directors and is otherwise suitable for election.

24. All nomination forms, CVs and supporting statements must be returned to the General Secretary in the form directed by the Nominations Committee at least three months prior to the end of the current terms of office of the Directors as defined in the Articles of Association.

25. The Nominations Committee will draw up a slate of candidates to be appointed to the Board of Directors comprised of one nominee from each Regional Association, taking into account the need for gender balance as well as a balance of skills and experience on the Board of Directors.

26. The Nominations Committee shall inform each candidate whether he or she has been included in the slate of candidates. The slate of candidates shall be presented to the Directors for approval.

27. If the Directors approve the slate of nominated candidates, the results shall be announced to the Regional Associations and other members of the Association.

28. Successful candidates shall take office with effect from the date stipulated in the announcement and corresponding to the terms of office established in the Articles of Association.

29. If the slate of candidates is not approved by the Board of Directors notice shall be given to the Nominations Committee including the reason/s for the rejection. The Nominations Committee shall suggest an alternative slate of candidates within 14 days of receiving the notice of rejection.

30. If there is any delay in sending out requests for nominations in accordance with Byelaw 6, the Board of Directors may extend the other times specified in these Byelaws by a period equal to that of the delay.

Note for the Nominations Committee

- Regional Associations may not nominate a person who has served as a director for two consecutive four-year terms.
- For insurance purposes - Age (not 80 by the time of the end of the term).
- Directors must be willing to provide all documentation required by Banks and/or government entities).

4. Timeline

Appointment of Nominations Committee (NC)	
Announcement of search and process	1 September 2026
NC invites Regional executive committees (RECs) to name candidates for President, Treasurer, and as directors	October-December 2026
NC reviews candidates for President and prepares ballot	January 2027
NC presents candidates for President followed by members' vote or affirmation	February 2027
Current Board of Directors appoints Treasurer from among candidates for post	February 2027
NC reviews nominations and presents slate of directors to current Board of Directors for approval	March 2027
Current Board of Directors appoints a director resident in England & Wales on recommendation of outgoing director	April 2027
Public announcement of results	30 April 2027
Outgoing Board hands over to incoming Board	31 May 2027
Meeting of new Board	Before 30 November 2027

Annex: WACC UK Articles and Bylaws (2018)

Article 31 - Appointment and Retirement of Directors

(a) The Board of Directors shall comprise up to 14 Directors who shall be one director nominated by each regional association (up to 10) in accordance with the provisions of sub-paragraph (b) hereof, the President and Treasurer elected in accordance with sub-paragraph (e) hereof, the General Secretary in accordance with sub-paragraph (g) hereof and a Director resident in England and Wales in accordance with sub-paragraph (h) hereof.

(b) Each Regional Association shall nominate 2 candidates to be appointed to the Board of Directors in the proportions and following the process set forth in the Byelaws.

(c) The Board of Directors shall have the power to approve the list of candidates to be appointed to the Board of Directors put forward by the Regional Associations through the nominations panel (as defined in the Byelaws) and, where the selected candidates do not meet the requirements of the Byelaws and/or the needs of the Association as determined by the Directors, the power to reject those persons, triggering a further appointment process held in accordance with the Byelaws.

(d) The Board of Directors shall have the power to appoint up to two Directors who are not nominated by the Regional Associations by resolution of the Board. These two Directors are in addition to the Treasurer (sub-paragraph e) and a director resident in England and Wales (sub-paragraph h)

(e) Every four years the President shall be elected by Members of the Association upon nomination of names and by a simple majority vote taken by ballot following the process prescribed in the Byelaws. Every four years the Board of Directors shall also appoint a Treasurer from among the Members of the Association, and two Vice-Presidents from among the Members of the Board of Directors. Of these four Officers not more than three shall be of the same sex and at least one shall be a resident of a Region other than North America or Europe.

(f) The President, Treasurer, and two Vice-Presidents shall each hold office for a term of four years respectively, at the end of which they shall each retire and shall be eligible for re-appointment in accordance with this sub- clause, or until each of them respectively shall cease to be a Director or for such shorter period as the Board of Directors shall decide provided that the President may not serve more than two consecutive four-year terms and the Treasurer may not serve more than three consecutive four-year terms. The Directors may from time to time re-appoint one or more of their number to the office of Vice-President or Treasurer upon such terms and for such period, subject to the provisions of this Article, as the Board of Directors may think fit. Should the office of President become vacant, The Board of Directors will call for a new nominations and election process unless the remaining term is under 18 months, in which case the Board of Directors will appoint a replacement from among the Directors to serve the remainder of the term.

(g) The Board of Directors shall appoint a General Secretary who shall be the chief administrative employee of the Association and serve ex-officio on the Board of Directors.

(h) At least one Member of the Board of Directors shall be resident in England and Wales and shall be appointed by the Board of Directors.

(i) Regional Associations shall nominate Directors in accordance with the Byelaws. A Regional Association may not nominate a person who has served as a Director for two consecutive four-year terms.

(j) In the event that the Regional Associations do not nominate candidates for appointment as Directors in accordance with the Byelaws, the Board of Directors may co-opt Directors to fill a vacancy or vacancies on the Board of Directors arising until such time as Directors are nominated in accordance with the Byelaws.

Byelaws

4. At least four months prior to the end of the current terms of office of the Directors as defined in the Articles of Association, the Nominations Committee appointed by the Board of Directors shall notify the Regional Associations of the opening of vacancies on the Board of Directors for nominated Directors, with the applicable role profiles.

5. Each Regional Association should nominate two members as potential directors, one woman and one man.

6. At least four months prior to the end of the current term of office of the President as defined in the Articles of Association, the Nominations Committee appointed by the Board of Directors shall notify the Members of the Association of the opening of vacancy of President, with the applicable role profile.

7. Nominations and elections for President, Treasurer, and Directors will be in accordance with procedures approved by the Board of Directors.